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UNITED STATES BANKRUPTCY COURT

EASTERN DISTRICT OF CALIFORNIA, FRESNO DIVISION

In re:

| Case No.: 15-14017-B-11

CLUB ONE CASINO, INC.

Chapter 11

Debtor-in-Possession.

DCN: KDG-5

Date: December 17, 2015

Time: 10:00 a.m.

Place: United States Bankruptcy Court
2500 Tulare Street, Fifth Floor
Department B, Courtroom 13
Fresno, California
Judge: Honorable René Lastreto II

Judge: Honorable René Lastreto III

**ORDER APPROVING THE ENGAGEMENT CONTRACT OF
GLASSRATNER ADVISORY & CAPITAL GROUP, LLC AND MR. BILL
HUGHES AS CHIEF RESTRUCTURING OFFICER OF THE DEBTOR
PURSUANT TO 11 U.S.C. § 363**

On December 17, 2015, the Court held a continued hearing on *Debtor's Motion Pursuant to Section 363 of the Bankruptcy Code for Entry of an Order Approving the Engagement Contract of (i) Mr. Bill Hughes as Chief Restructuring Officer of the Debtor and (ii) GlassRatner Advisory & Capital Group, LLC to Assist the CRO* ("Motion") filed by Club One Casino, Inc., Debtor and Debtor-in-Possession ("Debtor") on November 10, 2015 [Doc 114]. Ori Katz, Esq. of Sheppard, Mullin, Richert & Hampton LLP, appeared on behalf of the Debtor. T. Todd Egland, Esq., of Belden Blaine Ravidis, LLP, appeared telephonically on

1 behalf of Club One Acquisition Corp. Riley C. Walter, Esq. of Walter & Wilhelm Law Group
2 appeared on behalf of creditors, Elaine Long and George Sarantos. Gregory S. Powell, Esq.,
3 Assistant United States Trustee, appeared on behalf of the United States Trustee's Office.
4 Other appearances were noted on the record.

5 The Court, having considered the Motion and supporting pleadings and declarations, the
6 information presented on the record at the hearing, the Objection filed by the United States
7 Trustee, the Objection filed by Elaine Long and George Sarantos, the Reply in Support of the
8 Motion filed by Debtor, and having stated findings of fact and conclusions of law on the record
9 at the hearing, and good cause appearing:

10 IT IS ORDERED, ADJUDGED, and DECREED that:

11 1. The Motion as modified by the Reply is granted.

12 2. Debtor is authorized to employ Bill Hughes as its Chief Restructuring Officer
13 (Mr. Hughes"), pursuant to 11 U.S.C. § 363 subject to the following terms and conditions:

14 3. The employment of Mr. Hughes is subject to the applicable terms and conditions
15 of 11 U.S.C. §§ 328, 330 and 331;

16 4. Mr. Hughes will be the Chief Restructuring Officer ("CRO") of Debtor;

17 5. No compensation is permitted except upon court order following application
18 pursuant to 11 U.S.C. § 330(a);

19 6. Monthly applications for interim compensation exceeding \$5,000.00 will be
20 entertained pursuant to 11 U.S.C. § 331;

21 7. Fees and expenses allowed to Mr. Hughes maybe paid to his employer,
22 GlassRatner Advisory & Capital Group, LLC;

23 8. Mr. Hughes shall not be removed as Debtor's CRO without further orders of the
24 Court;

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